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	UNITED AIR LINES, INC.				
11					
12	Additional Counsel Appear on Signature Page				
13					
14	UNITED STATES DISTRICT COURT				
15	NORTHERN DISTRICT OF CALIFORNIA				
16	NICOLE MILLS,	CASE NO. CV 06-05930-CRB			
17	individually and on behalf of all others similarly situated,	STIPULATION AND [PROPOSED]			
17 18	similarly situated, Plaintiff,	STIPULATION AND [PROPOSED] ORDER TO EXTEND TIME TO RESPOND TO COMPLAINT			
	similarly situated,	ORDER TO EXTEND TIME TO			
18	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR	ORDER TO EXTEND TIME TO			
18 19	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC.,	ORDER TO EXTEND TIME TO			
18 19 20 21	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS	ORDER TO EXTEND TIME TO			
18 19 20	Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS LTD., and JOHN DOES 1-100,	ORDER TO EXTEND TIME TO			
18 19 20 21 22 23	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS	ORDER TO EXTEND TIME TO			
118 119 220 221 222 233 224	Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS LTD., and JOHN DOES 1-100, Defendants.	ORDER TO EXTEND TIME TO			
118 119 220 221 222 23 224 225	Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS LTD., and JOHN DOES 1-100, Defendants.	ORDER TO EXTEND TIME TO RESPOND TO COMPLAINT Nicole Mills and Defendants British			
118 119 220 221 222 223 224 225 226	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS LTD., and JOHN DOES 1-100, Defendants. Pursuant to Local Rule 6-1, Plaintiff	Nicole Mills and Defendants British les, Inc., UAL Corp., United Air Lines,			
118 119 220 221 222 23 224 225	similarly situated, Plaintiff, v. BRITISH AIRWAYS, PLC, AMR CORP., AMERICAN AIRLINES, INC., UAL CORP., UNITED AIR LINES, INC., VIRGIN ATLANTIC AIRWAYS LTD., and JOHN DOES 1-100, Defendants. Pursuant to Local Rule 6-1, Plaintiff Airways Plc, AMR Corp., American Airline	ORDER TO EXTEND TIME TO RESPOND TO COMPLAINT Nicole Mills and Defendants British les, Inc., UAL Corp., United Air Lines, lectfully request that this Court enter an			

- this matter until the later of (1) the date when Defendants would otherwise be required to file a response pursuant to Federal Rule of Civil Procedure 12, or (2) 45 days after the JPML rules on a motion pending in *In re International Air Transportation Surcharge Antitrust Litigation* (MDL No. 1793) and a consolidated complaint is filed by all Plaintiffs in the single transferee Court and served on Defendants. Plaintiff Nicole Mills has consented to the requested extension. In support of this stipulation, the parties state:
- 1. The Complaint in this matter was filed on September 25, 2006. It seeks relief under the Sherman Act and the Clayton Act against six named defendants on behalf of a putative class.
- 2. Nearly 95 similar actions have been filed in various jurisdictions around the country.
- 3. There is a motion pending before the Judicial Panel on Multidistrict Litigation ("JPML") to consolidate and transfer actions like this one to a single venue. The JPML considered the motion to consolidate in a matter captioned *In re Passenger Air Transportation Surcharge Antitrust Litigation*, MDL No. 1793, at its September 28, 2006 hearing.
- 4. The parties have agreed that this stipulation does not constitute a waiver of any defenses, including but not limited to, the defenses of lack of personal jurisdiction, lack of subject matter jurisdiction, or improper venue. The Defendants expressly reserve their right to raise all defenses in response to either the current complaint or any consolidated amended complaint that may subsequently be filed relating to this action.

THEREFORE, the parties request that this Court order that the time in which Defendants must answer or otherwise respond to this matter is the later of (1) the date when Defendants would otherwise be required to file a response pursuant to Federal Rule of Civil Procedure 12, or (2) 45 days after the JPML rules on a motion

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1	pending in In re Passenger Air Transportation Surcharge Antitrust Litigation (MDL		
2	No. 1793), and a consolidated complaint is filed by Plaintiffs in the single transferee		
3	Court and served on Defendants.		
4	Respectfully submitted,		
5			
6	Dated: October 13, 2006	FURTH LEHMANN & GRANT, LLP	
7			
8		<u>/s/</u> Michael P. Lehmann (SBN 77152)	
9		Jon T. King (SBN 205073)	
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13		F: (415) 982-2076	
14		Attorneys for Plaintiff Nicole Mills	
15	Dated: October 13, 2006	MAYER, BROWN, ROWE & MAW LLP	
16			
17		/s/	
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26		Attorneys for Defendant United Air Lines, Inc.	
27		and UAL Corp., Inc.	
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Section Brendan P. Cullen (SBN 194057)	1	Dated: October 13, 2006	SULLIVAN & CROMWELL LLP
Brendan P. Cullen (SBN 194057) SULLIVAN & CROMWELL LLP 1870 Embarcadero Road Palo Alto, CA 94303 T: (650) 461-5600 F: (650) 461-5700 Daryl A. Libow SULLIVAN & CROMWELL LLP 1701 Pennsylvania Avenue, NW Washington, DC 20006 T: (202) 956-7500 F: (202) 293-6330 Attorneys for Defendant British Airways Place Attorneys for Defendant British Airways Place SIMPSON THACHER & BARTLETT LLF Selection Simpson Thacher Sartlett	2		
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Washington, DC 20006 T: (202) 956-7500 F: (202) 293-6330 Attorneys for Defendant British Airways Plant	9		
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F: (202) 293-6330 Attorneys for Defendant British Airways Plot Dated: October 13, 2006 SIMPSON THACHER & BARTLETT LLF Harrison J. Frahn (SBN 206822) SIMPSON THACHER & BARTLETT LLF 2550 Hanover Street Palo Alto, California 94304 T: (650) 251-5000 F: (650) 251-5002 Charles E. Koob (SBN 047349) SIMPSON THACHER & BARTLETT LLF 2550 Hanover Street Palo Alto, California 94304 T: (650) 251-5000 F: (650) 251-5000 F: (650) 251-5000 F: (212) 455-2000 F: (212) 455-2502	11		<u> </u>
13 14 15 16 17 18 19 19 20 20 21 22 23 24 25 Attorneys for Defendant British Airways Plant			` '
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Dated: October 13, 2006 SIMPSON THACHER & BARTLETT LLF 18	13		Attorneys for Defendant British Airways Plc
16	14	Dated: October 13, 2006	SIMPSON THACHER & BARTLETT LLP
Harrison J. Frahn (SBN 206822) SIMPSON THACHER & BARTLETT LLF 2550 Hanover Street Palo Alto, California 94304 T: (650) 251-5000 F: (650) 251-5002 Charles E. Koob (SBN 047349) SIMPSON THACHER & BARTLETT LLF 23 Charles E. Koob (SBN 047349) New York, NY 10017 T: (212) 455-2000 F: (212) 455-2502	15		
SIMPSON THACHER & BARTLETT LLF 2550 Hanover Street 19 Palo Alto, California 94304 T: (650) 251-5000 F: (650) 251-5002 21 Charles E. Koob (SBN 047349) SIMPSON THACHER & BARTLETT LLF 23 SIMPSON THACHER & BARTLETT LLF 24 Page 1425 Lexington Avenue New York, NY 10017 T: (212) 455-2000 F: (212) 455-2502	16		/s/
2550 Hanover Street Palo Alto, California 94304 T: (650) 251-5000 F: (650) 251-5002 Charles E. Koob (SBN 047349) SIMPSON THACHER & BARTLETT LLF 425 Lexington Avenue New York, NY 10017 T: (212) 455-2000 F: (212) 455-2502	17		` ,
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Attornove for Defendant Virgin Atlantic			Attorneys for Defendant Vivain Atlantic
27 Attorneys for Defendant Virgin Atlantic Airways Limited			
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1 Dated: October 13, 2006 WEIL, GOTSHAL & MANGES LLP 2 3 Gayle E. Rosenstein (SBN 237975) 4 WEIL, GOTSHAL & MANGES LLP 5 Silicon Valley Office 6 201 Redwood Shores Parkway Redwood Shores, California 94065 7 T: (650) 802-3000 8 F: (650) 802-3100 9 Attorneys for Defendants AMR Corp., and American Airlines, Inc. 10 11 Filer's Attestation: Pursuant to General Order No. 45, Section X(B), Shirish Gupta hereby attests 12 that the signatories' concurrences in the filing of this document have been obtained. 13 14 15 PURSUANT TO STIPULATION, 16 IT IS SO ORDERED: 17 Dated: October 20, 2006 18 19 20 Charles R. Breyer Honorable 21 22 Judge Charles R. Breyer 23 24 25 26 27 28 -5-

PROOF OF SERVICE 1 2 I am employed in Santa Clara County, California. I am over the age of 3 eighteen years and not a party to the within-entitled action. My business address is Two Palo Alto Square, Suite 300, Palo Alto, California 94306-2112. 4 5 On October 13, 2006, I served the foregoing document(s) described as 6 STIPULATION AND [PROPOSED] ORDER TO EXTEND TIME TO 7 RESPOND TO COMPLAINT 8 on each interested party, as follows: 9 by transmitting via facsimile the document(s) listed above to the fax number(s) set forth below on this date before 5:00 p.m. 10 by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Palo Alto, California addressed as set forth below. 11 × 12 by placing the document(s) listed above in a sealed facsimile & U.S. 13 Mail envelope and affixing a pre-paid air bill, and causing the envelope to be delivered to a facsimile & U.S. Mail agent for delivery. 14 by personally delivering the document(s) listed above to the person(s) 15 at the address(es) set forth below. 16 Michael P. Lehmann Brendan P. Cullen 17 Jon T. King SULLIVAN & CROMWELL LLP THE FURTH FIRM, LLP 1870 Embarcadero Road 18 225 Bush Street, 15th Floor Palo Alto, California 94303 19 San Francisco, CA 94104-4249 20 Charles E. Koob Daryl A. Libow 21 SULLIVAN & CROMWELL LLP SIMPSON THACHER & BARTLETT LLP 1701 Pennsylvania Avenue, NW 22 Washington, DC 20006 2550 Hanover Street 23 Palo Alto, California 94304 24 25 26 27 28 -6-

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1	Gayle E. Rosenstein
2	WEIL, GOTSHAL & MANGES LLP
3	Silicon Valley Office 201 Redwood Shores Parkway
4	Redwood Shores, California 94065
5	I declare under penalty of perjury under the laws of the United States of
6	America that the above is true and correct.
7	Executed on October 13, 2006, at Palo Alto, California.
8	/s/ Jessica F. Davis
9	Jessica I. Davis
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